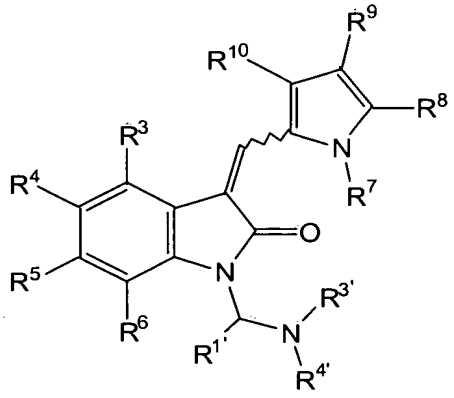
Listing of Claims:

Claims 1 – 36 **(Cancelled)**

37. (Currently amended) A compound of the formula I:



(I)

wherein:

R^3, R^5, and R^6 are independently selected from the group consisting of hydrogen, alkyl, trihaloalkyl, cycloalkyl, alkenyl, alkynyl, aryl, heteroaryl, heteroalicyclic, hydroxy, alkoxy, aryloxy, mercapto, alkylthio, arylthio, sulfinyl, sulfonyl, S-sulfonamido, N-sulfonamido, trihalomethane-sulfonamido, carbonyl, C-carboxy, O-carboxy, C-amido, N-amido, cyano, nitro, halo, O-carbamyl, N-carbamyl, O-thiocarbamyl, N-thiocarbamyl, amino, and $-NR^{11}R^{12}$ where R^{11} and R^{12} are independently selected from the group consisting of hydrogen, alkyl, cycloalkyl, aryl, carbonyl, acetyl, sulfonyl, trifluoromethanesulfonyl or, R^{11} and R^{12}, together with the nitrogen to which they are attached, combined form a five- or six-member heteroalicyclic ring;

R^7 is hydrogen;

R^4 is hydrogen or halo;

$R^{1'}$ is hydrogen or methyl;

R^8 and R^{10} are independently unsubstituted lower alkyl;

R^9 is ~~hydrogen, lower alkyl substituted with C-carboxy or~~ $-C(=O)NHR^{13}$ wherein R^{13} is lower alkyl substituted with amino or heteroalicyclic and optionally substituted with hydroxy; and

$R^{3'}$ and $R^{4'}$ are lower alkyl optionally substituted hydroxy; or

$R^{3'}$ and $R^{4'}$, together with the nitrogen atom to which they are attached, form a ring selected from the group consisting of pyrrolidin-1-yl, 2-(*S*)-hydroxymethylpyrrolidin-1-yl, 2-(*S*)-carboxy-pyrrolidin-1-yl, piperazin-1-yl, and 4-methylpiperazin-1-yl; or

$R^{3'}$ and $R^{4'}$ together with the nitrogen atom to which they are attached form a heteroaryl ring selected from the group consisting of pyrro-1-yl, pyridin-1-yl, oxazol-3-yl, isoxazol-2-yl, pyrazin-1-yl, pyradizin-1-yl, quinolin-1-yl, and imidazol-1-yl.

38. (Previously presented) The compound of claim 37, wherein R^3, R^5, and R^6 are hydrogen.

39. (Previously presented) The compound of claim 37, wherein R^4 is hydrogen or fluoro.

40. (Previously presented) The compound of claim 37, wherein $R^{1'}$ is hydrogen.

41. (Previously presented) The compound of claim 37, wherein R^8 and R^{10} are each methyl.

42. (Cancelled)

43. (Cancelled)

44. (Previously presented) The compound of claim 37, wherein R^9 is (2-diethylaminoethyl)-aminocarbonyl, (2-ethylaminoethyl)aminocarbonyl, 3-(morpholin-4-yl)propyl-aminocarbonyl or 3-(morpholin-4-yl)-2-hydroxypropylaminocarbonyl.

45. (Previously presented) The compound of claim 37, wherein R^9 is (2-diethylaminoethyl)-aminocarbonyl or 3-(morpholin-4-yl)-2-hydroxypropylaminocarbonyl.

46. (Previously presented) A pharmaceutical composition comprising a pharmaceutically acceptable carrier or excipient and the compound of claim 37.

47. (Withdrawn) A method of treating a human having a disease capable of treatment by administration of a protein kinase inhibitor, comprising administering to the human a therapeutically effective amount of the compound of claim 37.

48. (Withdrawn) The method of claim 47, wherein said disease is selected from the group consisting of cancer, blood vessel proliferative disorders, fibrotic disorders, mesangial cell proliferative disorders, metabolic diseases and infectious diseases.

49. (Withdrawn) The method of claim 47, wherein the cancer is selected from the group consisting of colorectal cancer, Kaposi's sarcoma and lung cancer.

50. (Withdrawn) The method of claim 47, wherein the blood vessel proliferative disorder is selected from the group consisting of arthritis and restenosis.

51. (Withdrawn) The method of claim 47, wherein the fibrotic disorder is selected from the group consisting of hepatic cirrhosis and atherosclerosis.

52. (Withdrawn) The method of claim 47, wherein the mesangial cell proliferative disorder is selected from the group consisting of glomerulonephritis, diabetic nephropathy, malignant nephrosclerosis, thrombotic microangiopathy syndromes, transplant rejection and glomerulopathies.

53. (Withdrawn) The method of claim 47, wherein the metabolic disease is selected from the group consisting of psoriasis, diabetes mellitus, wound healing, inflammation and neurodegenerative diseases.